

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

DAVID JAROSLAWICZ, Individually, and on behalf)
of all others similarly situated,)

Plaintiffs,)

v.)

M&T BANK CORPORATION, HUDSON CITY)
BANCORP, INC., ROBERT G. WILMERS, RENÉ F.)
JONES, MARK J. CZARNECKI, BRENT D. BAIRD,)
C. ANGELA BONTEMPO, ROBERT T. BRADY,)
T. JEFFERSON CUNNINGHAM III, GARY N.)
GEISEL, JOHN D. HAWKE, JR., PATRICK W.E.)
HODGSON, RICHARD G. KING, JORGE G.)
PEREIRA, MELINDA R. RICH, ROBERT E.)
SADLER, JR., HERBERT L. WASHINGTON,)
DENIS J. SALAMONE, MICHAEL W. AZZARA,)
VICTORIA H. BRUNI, DONALD O. QUEST,)
JOSEPH G. SPONHOLZ, CORNELIUS E.)
GOLDING, WILLIAM G. BARDEL, and SCOTT A.)
BELAIR,)

Defendants.)

Civil Action No. 15–897–RGA

DEFENDANTS’ MOTION TO DISMISS THE SECOND AMENDED COMPLAINT

Defendants M&T Bank Corporation, Hudson City Bancorp, Inc., Robert G. Wilmers, René F. Jones, Mark J. Czarnecki, Brent D. Baird, C. Angela Bontempo, Robert T. Brady, T. Jefferson Cunningham III, Gary N. Geisel, John D. Hawke, Jr., Patrick W.E. Hodgson, Richard G. King, Jorge G. Pereira, Melinda R. Rich, Robert E. Sadler, Jr., Herbert L. Washington, Denis J. Salamone, Michael W. Azzara, Victoria H. Bruni, Donald O. Quest, Joseph G. Sponholz, Cornelius E. Golding, William G. Bardel, and Scott A. Belair (collectively, “Defendants”), by and through their undersigned counsel, hereby move pursuant to Fed. R. Civ. P. 12(b)(6) and the Private Securities Litigation Reform Act, 15 U.S.C. § 78u–4(b)(1), to dismiss the Second Amended Class Action Complaint of Lead Plaintiff the Belina Family and additional plaintiff Jeff Krublit, individually and on behalf of all others similarly situated, D.I. 72, because it fails to

state a claim upon which relief can be granted. Defendants have filed an opening brief in support of their motion.

WHEREFORE, defendants respectfully request that their motion to dismiss be granted.

POTTER ANDERSON & CORROON LLP

REED SMITH LLP

/s/ Kevin R. Shannon

Kevin R. Shannon (DE Bar No. 3137)
Hercules Plaza
1313 N. Market Street, 6th Floor
Wilmington Delaware 19899
(302) 984-6000

Tracy Richelle High (*admitted pro hac vice*)
Christen M. Martosella (*admitted pro hac vice*)
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004
(212) 558-4000

*Attorneys for Defendants Hudson City
Bancorp, Inc., Denis J. Salamone, Victoria H.
Bruni, Donald O. Quest, Joseph G. Sponholz,
Scott A. Belair, Michael W. Azzara, William
G. Bardel and Cornelius E. Golding*

/s/ John C. Cordrey

John C. Cordrey (DE Bar No. 5324)
1201 Market Street, Suite 1500
Wilmington, Delaware 19801
(302) 778-7500

George T. Conway III (*admitted pro hac vice*)
Bradley W. Wilson (*admitted pro hac vice*)
Jordan L. Pietzsch (*admitted pro hac vice*)
WACHTELL, LIPTON, ROSEN & KATZ
51 West 52nd Street
New York, New York 10019
(212) 403-1000

*Attorneys for Defendants M&T Bank
Corporation, Robert G. Wilmers, René F.
Jones, Mark J. Czarnecki, Brent D. Baird,
C. Angela Bontempo, Robert T. Brady,
T. Jefferson Cunningham III, Gary N. Geisel,
John D. Hawke, Jr., Patrick W.E. Hodgson,
Richard G. King, Jorge G. Pereira, Melinda
R. Rich, Robert E. Sadler, Jr., and Herbert L.
Washington*

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